

P01000108482

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL. 32314

Re: ZEN PERFORMANCE, INC.

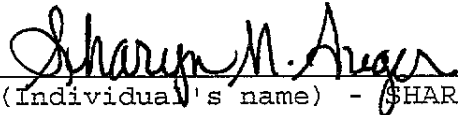
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-11/09/01-01060-001
*****78.75 *****78.75

Gentlemen:--

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, and a Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Yours very truly,



(Individual's name) - SHARYN M. AUGER

ZEN PERFORMANCE, INC.
(Name of corporation)

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 NOV -9 AM 9:01

MAILING ADDRESS OF CORPORATION BELOW

Address: 2929 South Florida Avenue

City: Lakeland State: Florida Zip: 33803

Phone number: Area code (863) 687-0587 Ext.

F. CHESSEN NOV 13 2001

ARTICLES OF INCORPORATION

OF

ZEN PERFORMANCE, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 NOV -9 AM 9:01

ARTICLE I. NAME

The name of this corporation shall be ZEN PERFORMANCE, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by SHARYN M. AUGER. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of Retail Sales engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series; as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be 2. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: SHARYN M. AUGER, 1408 Edgewater Beach Drive, Lakeland, Florida 33805, ERIC C. LUTHER, 1408 Edgewater, Beach Drive, Lakeland, Florida 33805.

ARTICLE VIII. INITIAL OFFICERS

The name and addresses of each individual who shall serve as an Officer are President, SHARYN M. AUGER, 1408 Edgewater Beach Drive, Lakeland, Florida 33805, Secretary and Treasures, ERIC C. LUTHER, 1408 Edgewater, Beach Drive, Lakeland, Florida 33805.

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 2929 South Florida Avenue, Suite 5, Lakeland, Florida 33803.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: ERIC C. LUTHER, 1408 Edgewater Beach Drive, Lakeland, Florida 33805.

ARTICLE XI. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: SHARYN M. AUGER, 1408 Edgewater Beach Drive, Lakeland, Florida 33805.

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


SHARYN M. AUGER - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of ZEN PERFORMANCE, INC.. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for ZEN PERFORMANCE, INC.

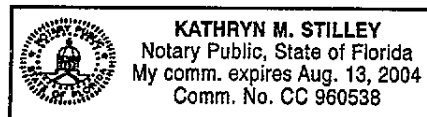

SHARYN M. AUGER - Registered Agent

State Of FLORIDA
County Of POLK

On Nov 8, 2001, SHARYN M. AUGER, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of ZEN PERFORMANCE, INC.

Kathryn M. Stilley
Notary Public

Kathryn M. Stilley
(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

Aug 13, 2004

960538

(SEAL)

STATE OF FLORIDA	
COUNTY OF	<u>Polk</u>
Sworn to (or affirmed) and subscribed before me this <u>8</u>	
day of	<u>Nov</u> <u>2001</u>
by	<u>Sharyn M. Auger</u>
<input type="checkbox"/>	PERSONALLY KNOWN TO ME
<input checked="" type="checkbox"/>	PRODUCED AS IDENTIFICATION
<u>FLDL A260-79346-609-0</u>	
Type of Identification	

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 NOV -9 AM 9:01